

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

19424-B

September 1, 2000

SURFACE TRANSPORTATION BOARD

Mr. Vernon Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated September 1, 2000,
("Termination"), by Helm Financial Corporation ("Lessor").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Santee Cooper
One Riverwood Drive
Moncks Corner, SC 29461-2901

A short summary of the document to appear in the index follows:

This Termination of Lease of Railroad Equipment dated September 1, 2000, between Helm Financial Corporation as Lessor and Santee Cooper as Lessee covers 90 railcars within the series HLMX 1660-589643 and HMJX 17119-586927 (all ns)

Please file this Termination as a supplementary document to Recordation No. 19424 filed May 17, 1995 and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Alison Drain
Document Administrator

/ad
Enclosures (2)

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SURFACE TRANSPORTATION
BOARD
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19424-B

TERMINATION OF LEASE OF RAILROAD EQUIPMENT

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of September 1, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Lease of Railroad Equipment dated as of February 9, 1995, as amended by Amendment No. 2 dated September 11, 1996 ("Lease"), with SANTEE COOPER, a South Carolina corporation, with respect to the ninety (90) railcars more fully described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB"), under STB Recordation No. 19424 filed on May 17, 1995 at 2:40 p.m. and Amendment No. 2 was filed November 19, 1996 at 10:55 a.m. under Recordation No. 19424-A.

The Lease was terminated on January 19, 2000. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: _____

Print Name: John F. Dains

Title: Senior Vice President & CFO

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SEP 1 10 00 AM '00

SURFACE TRANSPORTATION BOARD

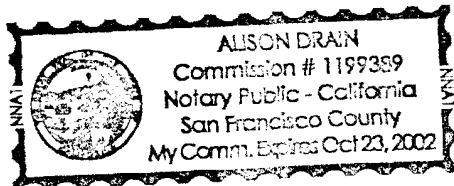
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On September 25, 2000, before me, Alison Drain, personally appeared John F. Dains, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Alison Drain

SIGNATURE OF THE NOTARY

[Notarial Seal]

SCHEDULE A

To the Termination of Lease of Railroad Equipment dated September 1, 2000.

Description of Units:

Ninety (90) open top coal hopper railcars

| Unit Number | | Unit Number | | Unit Number | | Unit Number | |
|-------------|------------|-------------|-------------|-------------|-------------|-------------|-------------|
| 1 | HLMX 1660 | 26 | HLMX 87651 | 51 | HLMX 540586 | 76 | HMJX 17174 |
| 2 | HLMX 16332 | 27 | HLMX 87653 | 52 | HLMX 540682 | 77 | HMJX 17183 |
| 3 | HLMX 16333 | 28 | HLMX 87657 | 53 | HLMX 540687 | 78 | HMJX 17184 |
| 4 | HLMX 16340 | 29 | HLMX 87658 | 54 | HLMX 582434 | 79 | HMJX 17194 |
| 5 | HLMX 33003 | 30 | HLMX 87672 | 55 | HLMX 587790 | 80 | HMJX 87170 |
| 6 | HLMX 33008 | 31 | HLMX 87681 | 56 | HLMX 587840 | 81 | HMJX 87189 |
| 7 | HLMX 33016 | 32 | HLMX 87689 | 57 | HLMX 587877 | 82 | HMJX 87198 |
| 8 | HLMX 33028 | 33 | HLMX 87690 | 58 | HLMX 587978 | 83 | HMJX 87235 |
| 9 | HLMX 33039 | 34 | HLMX 87694 | 59 | HLMX 588022 | 84 | HMJX 87294 |
| 10 | HLMX 33055 | 35 | HLMX 87707 | 60 | HLMX 588031 | 85 | HMJX 87299 |
| 11 | HLMX 33058 | 36 | HLMX 87714 | 61 | HLMX 588200 | 86 | HMJX 87335 |
| 12 | HLMX 33059 | 37 | HLMX 87726 | 62 | HLMX 588452 | 87 | HMJX 87375 |
| 13 | HLMX 33060 | 38 | HLMX 87727 | 63 | HLMX 588697 | 88 | HMJX 87462 |
| 14 | HLMX 33067 | 39 | HLMX 87743 | 64 | HLMX 588816 | 89 | HMJX 87492 |
| 15 | HLMX 33069 | 40 | HLMX 87748 | 65 | HLMX 589151 | 90 | HMJX 586927 |
| 16 | HLMX 33073 | 41 | HLMX 87749 | 66 | HLMX 589384 | | |
| 17 | HLMX 87600 | 42 | HLMX 87753 | 67 | HLMX 589550 | | |
| 18 | HLMX 87606 | 43 | HLMX 87760 | 68 | HLMX 589643 | | |
| 19 | HLMX 87614 | 44 | HLMX 87766 | 69 | HMJX 17119 | | |
| 20 | HLMX 87617 | 45 | HLMX 87773 | 70 | HMJX 17129 | | |
| 21 | HLMX 87621 | 46 | HLMX 87795 | 71 | HMJX 17131 | | |
| 22 | HLMX 87623 | 47 | HLMX 87796 | 72 | HMJX 17138 | | |
| 23 | HLMX 87624 | 48 | HLMX 87799 | 73 | HMJX 17157 | | |
| 24 | HLMX 87625 | 49 | HLMX 540544 | 74 | HMJX 17159 | | |
| 25 | HLMX 87645 | 50 | HLMX 540580 | 75 | HMJX 17166 | | |